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CONSTITUTION AND BY-LAWS

OF THE

Geographical Society of California.

SAN FRANCISCO: CAL.

1892

CONSTITUTION AND BY-LAWS

OF THE

Geographical Society of California.

SAN FRANCISCO, CAL.

1892.

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GEOGRAPHICAL SOCIETY OF CALIFORNIA

Incorporated 11th December, 1891.

ACADEMY OF SCIENCES BUILDING.

PRESIDENT :

DAVID STARR JORDAN, M. D., L.L.D., PH. D.
(President of the Leland Stanford Jr. University.)

VICE-PRESIDENTS :

FRED W. D'EVELYN, M. B. C. M., EDIN.
COLONEL JOHN O'BYRNE.

DIRECTORS :

GEORGE W. DAVIS, M. D.,	HENRY F. EMERIC,
WM. HAM. HALL, C. E.,	PETER MACWEN,
GEORGE A. MOORE,	EDGAR D. PEIXOTTO,
HON. W. H. PRATT, U. S. Surveyor-General.	

TREASURER :

R. H. McDONALD, JR., Vice-President of the Pacific Bank.

SECRETARY :

J. STUDDY LEIGH, F. R. G. S.

BANKERS :

THE PACIFIC BANK.

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CONSTITUTION

OF THE

Geographical Society of California.

ARTICLE I.

NAME AND OBJECT.

SECTION 1. This organization shall be known as the "Geographical Society of California."

SEC. 2. The object of the Society is to collect geographical information either from travellers, exploring expeditions, or otherwise, and disseminate the same by means of lectures, or in any suitable manner; to do all legal acts and things incidental to the aforesaid purposes; to enjoy all the privileges, and to possess and exercise all the powers now conferred by law, or which shall hereafter be conferred by law, upon corporations of this character in the State of California, and to exercise the general powers now conferred upon corporations of this character by the laws of the State of California.

ARTICLE II.

MEMBERS.

SECTION 1. The Society shall consist of Regular, Life, Associate, and Honorary Members, of either sex.

SEC. 2. The names of all candidates for membership shall be submitted to the Board of Directors at a regular meeting thereof, and elected by a majority of the same.

ARTICLE III.

DIRECTORS.

SECTION 1. The Board of Directors of this Society shall be composed of eleven Regular or Life Members, who shall be elected as such Directors at the annual meeting of members of the Society. There may also be an Honorary Council, consisting of twelve members of the Society.

SEC. 2. The Directors shall elect from their number a President, two Vice Presidents, and a Treasurer. They must, at the same time, elect a Secretary who shall not be a member of the Board. The Secretary shall receive such compensation as may be determined by the Board.

ARTICLE IV.

MEETINGS.

SECTION 1. The regular meetings of the Board of Directors shall be held on the first and third Wednesdays in each month.

SEC. 2. The annual meeting of the Society shall be held on the second Wednesday in December of each year, and due notice of the time and place of such annual meeting shall be given by publication thereof daily, for two weeks next before such meeting, in some daily newspaper published in the City and County of San Francisco. At the regular meeting of the Board of Directors, on the first Wednesday in November, they shall select a Nominating Committee of five persons from among the members of the Society not holding office, and this Nominating Committee shall prepare and present to the Directors at their regular meeting on the third Wednesday in November, a ticket containing the names of eleven members, whom it is proposed to elect as Directors, and thereupon this ticket shall be posted in a conspicuous place in the hall or rooms of the Society, at least two weeks before the date of the annual meeting. Other tickets of a similar character prepared by the members of the Society, may be balloted for at the annual election, and shall in like manner be posted in the hall or rooms of the Society, at least two weeks before the annual election.

At the regular meeting on the first Wednesday in December, the Board of Directors shall appoint from the Regular and Life Members of the Society, two Inspectors and two Judges of election, who shall have charge of the ballot-box, and shall conduct the election upon the day of the annual meeting. The ballot-box shall be kept open between the hours of two P. M. and nine P. M., to receive the ballots of the members having the privilege of voting, and a register of those who vote shall be preserved by the Secretary. No member shall vote at the annual meeting who is delinquent in the payment of his or her dues on the day previous to that of election. At the close of the election the Judges shall announce the number of ballots cast for each candidate, and the candidates who shall respectively receive a majority of votes cast, shall be declared duly elected.

SEC. 3. Every Regular and Life member of the Society who has been such for at least thirty days previous to the annual election, and who is not in arrears for his or her dues, shall be entitled to vote thereat.

SEC. 4. At the annual meeting the President and Secretary of the Society shall present their report for the past year.

SEC. 5. The Constitution of the Society may be amended at the annual meeting, or at any special meeting of the Society called by the President for that purpose, by a vote of two-thirds of the total number of members either present thereat, or who may signify their assent to the proposed amendment in writing.

BY - LAWS

OF THE

GEOGRAPHICAL SOCIETY OF CALIFORNIA

CHAPTER I.

INITIATION FEE AND DUES.

SECTION 1. The initiation fee for members shall be ten dollars for a regular member.

SEC. 2. The dues thereafter shall be one dollar per month, payable quarterly in advance.

SEC. 3. The total sum payable by a Life Member shall be one hundred dollars.

SEC. 4. Associate members shall pay the sum of five dollars annually, in advance.

CHAPTER II.

SPECIAL MEETINGS.

The President, or in his absence, one of the Vice-Presidents, may, and upon the written request of five members shall, call a special meeting of the Society, by giving three days' notice thereof in two daily San Francisco newspapers. No business shall be transacted at a special meeting except that stated in the notice convening the same.

CHAPTER III.

PRESIDING OFFICER.

At all meetings of the members and of the Directors, the President, or in his absence, one of the Vice-Presidents, or in the

absence of all of them, a Chairman pro tem, shall take the chair, call the meeting to order, and preside. He shall have only a casting vote ; he shall preserve order, and decide all questions of order, subject to an appeal to the members of the Society present at the meeting.

CHAPTER IV.

DIRECTORS.

SECTION 1. The Directors shall have charge and management of the estate and property belonging to the Corporation, and shall transact all affairs relative to the temporalities thereof.

SEC. 2. They shall appoint and remove at pleasure all employès and agents of the Society.

SEC. 3. They shall fix the compensation of the Secretary, as well as of such employès and agents as they may appoint, and may require from the Treasurer, and from any person who may be appointed by them to any position of trust, such bonds as in their opinion shall be a security for the faithful discharge by him of his duties.

SEC. 4. They shall cause to be kept a complete record of all their minutes and acts, and of the proceedings of the Corporation, and present a full statement at the regular annual meeting, showing in detail the receipts, disbursements, assets, and liabilities of the Corporation, and generally the condition of its affairs.

SEC. 5. They shall select some bank in the City of San Francisco, as a depository of the funds of the Corporation; such bank may be changed by them whenever they deem it expedient. The checks of the Corporation on the bank so selected shall be signed by the President, or in his absence, by one of the Vice Presidents, and countersigned by the Secretary, for such amounts as have been approved by the Directors at a regular meeting.

SEC. 6. No indebtedness of any kind shall be incurred by the Society except by order of the Board of Directors.

SEC. 7. The Directors shall have the power to declare vacant the seat of any member of their own body who shall have been

absent from its meetings for three successive months, and also, by a two-thirds vote of the whole number of Directors, to remove from their own body any member thereof, for cause; but in such case it shall be the duty of the Directors to report every such vacancy or removal to the Society at its next meeting, when such cases shall be subject to revision by the Society.

SEC. 8. At all meetings of the Board of Directors, six members shall constitute a quorum.

SEC. 9. The Directors shall have the power to fill, for the unexpired term, any vacancy that may occur in their own body.

SEC. 10. The Directors shall have the power of remitting *sub silentio*, for good and sufficient reasons, the dues wholly or in part of any member of the Society.

CHAPTER V.

TREASURER.

SECTION. 1. The Treasurer shall sign the receipts to be given to members for the initiation fees and dues paid by them.

SEC. 2. All initiation fees, dues, and money from other sources, shall be collected by the Treasurer, and at once deposited in the name of the Society, in the bank selected by the Board of Directors.

SEC. 3. The Treasurer shall report to the Secretary daily, the receipt of all initiation fees and dues, as well as of funds derived from other sources, specifying the names of the members paying such fees and dues and the amounts paid by each.

SEC. 4. The bank pass-book shall be produced at each regular Directors' meeting as a voucher for the sums deposited by the Treasurer.

CHAPTER VI.

SECRETARY.

It shall be the duty of the Secretary to :—

1st. Give due notice of the time and place of the meetings of

the Society, and of the Board of Directors and Committees thereof.

2d. Attend all such meetings, keep an accurate record of the proceedings of each meeting, and produce the Society's Book of Records at the following meeting of the Directors, or of the Society, as the case may be.

3d. Give notice to the several officers and committees of all proceedings appertaining to their respective duties.

4th. Prepare a list of the members of the Society entitled to vote at each annual election, for the use of the Judges and Inspectors of election.

5th. Take charge of the rooms of the Society, and under the direction of the Directors, have the care and arrangement of the books, maps and personal property of the Society.

6th. Take charge of the archives of the Society, except so far as they may be expressly placed under the charge of others.

7th. Countersign every instrument of any kind whatever that requires the signature of the President.

8th. Keep a complete and perfect set of books of account, in such manner that they shall show the whole business, and business transactions of the Society, its receipts, disbursements, assets and liabilities, and shall deliver a balance sheet therefrom, and submit such books to the Board of Directors whenever required by them so to do.

9th. Discharge all such other duties as pertain to his office.

CHAPTER VII.

HONORARY COUNCIL.

The Honorary Council shall be elected yearly by the Directors and shall consist of members of the Society. Their functions will be to act as advisers of the Board of Directors on important occasions when invited by them to do so, such as the steps to be taken for the erection of a building for the Society, the increase of the Library, or other objects of interest and benefit to the same.

CHAPTER VIII.

ORDER OF BUSINESS.

1. Calling Roll of Directors.
2. Reading of Minutes of previous meeting.
3. Applications for membership.
4. Announcements.
5. Communications received.
6. Bills presented.
7. Reports of Special Committees.
8. Reports of Standing Committees.
9. Unfinished business.
10. New business.

CHAPTER IX.

LECTURES.

SECTION 1. The Secretary shall receive papers or proposals for lectures at any time, and report the same at the next regular meeting, or to the President for his or the Directors' approval.

SEC. 2. Lectures or papers shall date in the records of the Society from the day of their delivery or presentation.

CHAPTER X.

VOTING.

At all meetings of the members, each member shall be entitled to vote either in person or by proxy. Such proxy shall be in print or writing, and filed with the Secretary.

CHAPTER XI.

CERTIFICATE OF MEMEBRSHIP.

The Certificates of Membership shall be signed by the President and countersigned by the Secretary.

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CHAPTER XII.

SEAL.

The Society shall have a Seal selected by the Board of Directors. It shall be affixed to the Certificates of Membership and other documents where customary.

CHAPTER XIII.

AMENDMENT OF BY-LAWS.

The By-Laws may be amended at an annual or a special meeting called by the President for that purpose, by a vote of two-thirds of the members present thereat, or who may signify their assent to the proposed amendment in writing,—sending proxies.



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